

United States Bankruptcy Court Northern DISTRICT OF Illinois		Document Page 1 of 13	Voluntary Petition																																																		
Name of Debtor (if individual, enter Last, First, Middle): Raymond International, Incorporated		Name of Joint Debtor (Spouse) (Last, First, Middle):																																																			
All Other Names used by the Debtor in the last 8 years (include married, maiden, and trade names): none		All Other Names used by the Joint Debtor in the last 8 years (include married, maiden, and trade names):																																																			
Last four digits of Soc. Sec./Complete EIN or other Tax I.D. No. (if more than one, state all): 36-4202915		Last four digits of Soc. Sec./Complete EIN or other Tax I.D. No. (if more than one, state all):																																																			
Street Address of Debtor (No. and Street, City, and State): 126 E. Wing Street, #345 Arlington Heights, IL 60004		Street Address of Joint Debtor (No. and Street, City, and State):																																																			
County of Residence or of the Principal Place of Business: Cook		County of Residence or of the Principal Place of Business:																																																			
Mailing Address of Debtor (if different from street address): same		Mailing Address of Joint Debtor (if different from street address):																																																			
Location of Principal Assets of Business Debtor (if different from street address above): same		Location of Principal Assets of Business Debtor (if different from street address above):																																																			
Type of Debtor (Form of Organization) (Check one box.) <input type="checkbox"/> Individual (includes Joint Debtors) <i>See Exhibit D on page 2 of this form.</i> <input checked="" type="checkbox"/> Corporation (includes LLC and LLP) <input type="checkbox"/> Partnership <input type="checkbox"/> Other (If debtor is not one of the above entities, check this box and state type of entity below.)	Nature of Business (Check one box.) <input type="checkbox"/> Health Care Business <input type="checkbox"/> Single Asset Real Estate as defined in 11 U.S.C. § 101(51B) <input type="checkbox"/> Railroad <input type="checkbox"/> Stockbroker <input type="checkbox"/> Commodity Broker <input type="checkbox"/> Clearing Bank <input checked="" type="checkbox"/> Other <hr/> Tax-Exempt Entity (Check box, if applicable.) <input type="checkbox"/> Debtor is a tax-exempt organization under Title 26 of the United States Code (the Internal Revenue Code).	Chapter of Bankruptcy Code Under Which the Petition is Filed (Check one box.) <div style="display: flex; justify-content: space-between;"> <div> <input type="checkbox"/> Chapter 7 <input type="checkbox"/> Chapter 9 <input checked="" type="checkbox"/> Chapter 11 <input type="checkbox"/> Chapter 12 <input type="checkbox"/> Chapter 13 </div> <div> <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Main Proceeding <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Nonmain Proceeding </div> </div> <hr/> Nature of Debts (Check one box.) <input type="checkbox"/> Debts are primarily consumer debts, defined in 11 U.S.C. § 101(8) as "incurred by an individual primarily for a personal, family, or household purpose." <input checked="" type="checkbox"/> Debts are primarily business debts.																																																			
Filing Fee (Check one box.) <input checked="" type="checkbox"/> Full Filing Fee attached. <input type="checkbox"/> Filing Fee to be paid in installments (applicable to individuals only). Must attach signed application for the court's consideration certifying that the debtor is unable to pay fee except in installments. Rule 1006(b). See Official Form 3A. <input type="checkbox"/> Filing Fee waiver requested (applicable to chapter 7 individuals only). Must attach signed application for the court's consideration. See Official Form 3B.		Chapter 11 Debtors Check one box: <input type="checkbox"/> Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). <input checked="" type="checkbox"/> Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D). Check if: <input type="checkbox"/> Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2 million. ----- Check all applicable boxes: <input type="checkbox"/> A plan is being filed with this petition. <input type="checkbox"/> Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).																																																			
Statistical/Administrative Information <input checked="" type="checkbox"/> Debtor estimates that funds will be available for distribution to unsecured creditors. <input type="checkbox"/> Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors. <table style="width:100%; border-collapse: collapse;"> <tr> <td colspan="10">Estimated Number of Creditors</td> </tr> <tr> <td style="text-align: center;">1-49</td> <td style="text-align: center;">50-99</td> <td style="text-align: center;">100-199</td> <td style="text-align: center;">200-999</td> <td style="text-align: center;">1,000-5,000</td> <td style="text-align: center;">5,001-10,000</td> <td style="text-align: center;">10,001-25,000</td> <td style="text-align: center;">25,001-50,000</td> <td style="text-align: center;">50,001-100,000</td> <td style="text-align: center;">Over 100,000</td> </tr> <tr> <td style="text-align: center;"><input type="checkbox"/></td> <td style="text-align: center;"><input type="checkbox"/></td> <td style="text-align: center;"><input type="checkbox"/></td> <td style="text-align: center;"><input checked="" type="checkbox"/></td> <td style="text-align: center;"><input type="checkbox"/></td> <td style="text-align: center;"><input type="checkbox"/></td> <td style="text-align: center;"><input type="checkbox"/></td> <td style="text-align: center;"><input type="checkbox"/></td> <td style="text-align: center;"><input type="checkbox"/></td> <td style="text-align: center;"><input type="checkbox"/></td> </tr> </table> <table style="width:100%; border-collapse: collapse;"> <tr> <td colspan="5">Estimated Assets</td> </tr> <tr> <td style="text-align: center;"><input type="checkbox"/> \$0 to \$10,000</td> <td style="text-align: center;"><input type="checkbox"/> \$10,000 to \$100,000</td> <td style="text-align: center;"><input type="checkbox"/> \$100,000 to \$1 million</td> <td style="text-align: center;"><input checked="" type="checkbox"/> \$1 million to \$100 million</td> <td style="text-align: center;"><input type="checkbox"/> More than \$100 million</td> </tr> </table> <table style="width:100%; border-collapse: collapse;"> <tr> <td colspan="5">Estimated Liabilities</td> </tr> <tr> <td style="text-align: center;"><input type="checkbox"/> \$0 to \$50,000</td> <td style="text-align: center;"><input type="checkbox"/> \$50,000 to \$100,000</td> <td style="text-align: center;"><input type="checkbox"/> \$100,000 to \$1 million</td> <td style="text-align: center;"><input checked="" type="checkbox"/> \$1 million to \$100 million</td> <td style="text-align: center;"><input type="checkbox"/> More than \$100 million</td> </tr> </table>			Estimated Number of Creditors										1-49	50-99	100-199	200-999	1,000-5,000	5,001-10,000	10,001-25,000	25,001-50,000	50,001-100,000	Over 100,000	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	Estimated Assets					<input type="checkbox"/> \$0 to \$10,000	<input type="checkbox"/> \$10,000 to \$100,000	<input type="checkbox"/> \$100,000 to \$1 million	<input checked="" type="checkbox"/> \$1 million to \$100 million	<input type="checkbox"/> More than \$100 million	Estimated Liabilities					<input type="checkbox"/> \$0 to \$50,000	<input type="checkbox"/> \$50,000 to \$100,000	<input type="checkbox"/> \$100,000 to \$1 million	<input checked="" type="checkbox"/> \$1 million to \$100 million	<input type="checkbox"/> More than \$100 million	THIS SPACE IS FOR COURT USE ONLY
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Voluntary Petition <i>(This page must be completed and filed in every case.)</i>		Document Raymond International, Incorporated	
All Prior Bankruptcy Cases Filed Within Last 8 Years (If more than two, attach additional sheet.)			
Location Where Filed:	Case Number:	Date Filed:	
Location Where Filed:	Case Number:	Date Filed:	
Pending Bankruptcy Case Filed by any Spouse, Partner, or Affiliate of this Debtor (If more than one, attach additional sheet.)			
Name of Debtor: See attached	Case Number:	Date Filed:	
District:	Relationship:	Judge:	
Exhibit A (To be completed if debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11.) <input type="checkbox"/> Exhibit A is attached and made a part of this petition.		Exhibit B (To be completed if debtor is an individual whose debts are primarily consumer debts.) I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter. I further certify that I have delivered to the debtor the notice required by 11 U.S.C. § 342(b). X _____ Signature of Attorney for Debtor(s) (Date)	
Exhibit C Does the debtor own or have possession of any property that poses or is alleged to pose a threat of imminent and identifiable harm to public health or safety? <input type="checkbox"/> Yes, and Exhibit C is attached and made a part of this petition. <input checked="" type="checkbox"/> No.			
Exhibit D (To be completed by every individual debtor. If a joint petition is filed, each spouse must complete and attach a separate Exhibit D.) <input type="checkbox"/> Exhibit D completed and signed by the debtor is attached and made a part of this petition. If this is a joint petition: <input type="checkbox"/> Exhibit D also completed and signed by the joint debtor is attached and made a part of this petition.			
<p style="text-align: center;">Information Regarding the Debtor - Venue (Check any applicable box.)</p> <input checked="" type="checkbox"/> Debtor has been domiciled or has had a residence, principal place of business, or principal assets in this District for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other District. <input type="checkbox"/> There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District. <input type="checkbox"/> Debtor is a debtor in a foreign proceeding and has its principal place of business or principal assets in the United States in this District, or has no principal place of business or assets in the United States but is a defendant in an action or proceeding [in a federal or state court] in this District, or the interests of the parties will be served in regard to the relief sought in this District.			
<p style="text-align: center;">Statement by a Debtor Who Resides as a Tenant of Residential Property (Check all applicable boxes.)</p> <input type="checkbox"/> Landlord has a judgment against the debtor for possession of debtor's residence. (If box checked, complete the following.) <div style="text-align: right; margin-right: 100px;"> _____ (Name of landlord that obtained judgment) </div> <div style="text-align: right; margin-right: 100px;"> _____ (Address of landlord) </div> <input type="checkbox"/> Debtor claims that under applicable nonbankruptcy law, there are circumstances under which the debtor would be permitted to cure the entire monetary default that gave rise to the judgment for possession, after the judgment for possession was entered, and <input type="checkbox"/> Debtor has included with this petition the deposit with the court of any rent that would become due during the 30-day period after the filing of the petition.			

Official Form 1 (10/06)	Document	Page 3 of 13
Voluntary Petition (This page must be completed and filed in every case.)		Form B1, Page 3
Name of Debtor(s): Raymond International, Incorporated		
Signatures		
<p style="text-align: center;">Signature(s) of Debtor(s) (Individual/Joint)</p> <p>I declare under penalty of perjury that the information provided in this petition is true and correct. [If petitioner is an individual whose debts are primarily consumer debts and has chosen to file under chapter 7] I am aware that I may proceed under chapter 7, 11, 12 or 13 of title 11, United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7. [If no attorney represents me and no bankruptcy petition preparer signs the petition] I have obtained and read the notice required by 11 U.S.C. § 342(b).</p> <p>I request relief in accordance with the chapter of title 11, United States Code, specified in this petition.</p> <p>X _____ Signature of Debtor</p> <p>X _____ Signature of Joint Debtor</p> <p>_____ Telephone Number (if not represented by attorney)</p> <p>_____ Date</p>	<p style="text-align: center;">Signature of a Foreign Representative</p> <p>I declare under penalty of perjury that the information provided in this petition is true and correct, that I am the foreign representative of a debtor in a foreign proceeding, and that I am authorized to file this petition.</p> <p>(Check only one box.)</p> <p><input type="checkbox"/> I request relief in accordance with chapter 15 of title 11, United States Code. Certified copies of the documents required by 11 U.S.C. § 1515 are attached.</p> <p>Pursuant to 11 U.S.C. § 1511, I request relief in accordance with the chapter of title 11 specified in this petition. A certified copy of the order granting recognition of the foreign main proceeding is attached.</p> <p>X _____ (Signature of Foreign Representative)</p> <p>_____ (Printed Name of Foreign Representative)</p> <p>_____ Date</p>	
<p style="text-align: center;">Signature of Attorney</p> <p>X _____ /s/ Jason M. Torf Signature of Attorney for Debtor(s) Jason M. Torf Printed Name of Attorney for Debtor(s) Schiff Hardin LLP Firm Name 6600 Sears Tower Chicago, IL 60606</p> <p>_____ (312)258-5500 Telephone Number</p> <p>_____ 12/18/06 Date</p>	<p style="text-align: center;">Signature of Non-Attorney Bankruptcy Petition Preparer</p> <p>I declare under penalty of perjury that: (1) I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110; (2) I prepared this document for compensation and have provided the debtor with a copy of this document and the notices and information required under 11 U.S.C. §§ 110(b), 110(h), and 342(b); and, (3) if rules or guidelines have been promulgated pursuant to 11 U.S.C. § 110(h) setting a maximum fee for services chargeable by bankruptcy petition preparers, I have given the debtor notice of the maximum amount before preparing any document for filing for a debtor or accepting any fee from the debtor, as required in that section. Official Form 19B is attached.</p> <p>_____ Printed Name and title, if any, of Bankruptcy Petition Preparer</p> <p>Social Security number (If the bankruptcy petition preparer is not an individual, state the Social Security number of the officer, principal, responsible person or partner of the bankruptcy petition preparer.) (Required by 11 U.S.C. § 110.)</p> <p>Address</p> <p>X _____</p> <p>_____ Date</p> <p>Signature of bankruptcy petition preparer or officer, principal, responsible person, or partner whose Social Security number is provided above.</p> <p>Names and Social Security numbers of all other individuals who prepared or assisted in preparing this document unless the bankruptcy petition preparer is not an individual.</p> <p>If more than one person prepared this document, attach additional sheets conforming to the appropriate official form for each person.</p> <p><i>A bankruptcy petition preparer's failure to comply with the provisions of title 11 and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment or both. 11 U.S.C. § 110; 18 U.S.C. § 156.</i></p>	
<p style="text-align: center;">Signature of Debtor (Corporation/Partnership)</p> <p>I declare under penalty of perjury that the information provided in this petition is true and correct, and that I have been authorized to file this petition on behalf of the debtor.</p> <p>The debtor requests the relief in accordance with the chapter of title 11, United States Code, specified in this petition.</p> <p>X _____ /s/ Jean R. Chidley Signature of Authorized Individual Jean R. Chidley Printed Name of Authorized Individual Secretary and Treasurer Title of Authorized Individual 12/18/06 Date</p>		

List of Affiliated Debtors

The following affiliated companies have all filed voluntary petitions under Chapter 11 of the Bankruptcy Code:

1. Raymond Professional Group, Inc.
2. Raymond Professional Group –A/E, Inc.
3. Raymond Professional Group – Design/Build, Inc.
4. Raymond Professional Group – Government, Inc.
5. Raymond Professional Group – Puerto Rico Engineering Services PSC
6. Raymond International, Incorporated

**RESOLUTION OF THE BOARD OF DIRECTORS OF
RAYMOND INTERNATIONAL, INCORPORATED
TAKEN BY UNANIMOUS WRITTEN CONSENT
IN LIEU OF MEETING AS OF DECEMBER 17, 2006**

The Board of Directors (the "Board") of Raymond International, Incorporated (the "Corporation") hereby takes the following action and passes the following resolutions by unanimous written consent:

RESOLVED, that, in the judgment of the Board, it is desirable and in the best interest of the Corporation, its creditors, stockholders, and other interested parties that a petition be filed by the Corporation seeking relief under the provisions of chapter 11 of title 11, United States Code (the "Bankruptcy Code");

FURTHER RESOLVED, that any officer of the Corporation, including, but not limited to Douglas J. Chidley and Jean R. Chidley or any person or persons so designated by the Board (collectively, the "Officers") be, and each of them hereby is, authorized and directed on behalf of the Corporation to execute and verify a petition in the name of the Corporation under chapter 11 of the Bankruptcy Code and to cause the same to be filed in the United States Bankruptcy Court for the Northern District of Illinois in such form and at such time as the Officer executing said petition on behalf of the Corporation shall determine;

FURTHER RESOLVED, that the Officers be, and each of them hereby is, authorized to execute and file or cause to be executed and filed (or direct others to do so on their behalf as provided herein) all necessary documents, including, without limitation, all petitions, affidavits, schedules, motions, lists, applications, pleadings and other papers, and in that connection to employ and retain all assistance by legal counsel, accountants or other professionals and to take any and all action which they deem necessary and proper in connection with the chapter 11 case;

FURTHER RESOLVED, that the law firm of Schiff Hardin LLP hereby is employed and retained as bankruptcy counsel for the Corporation in the chapter 11 case;

FURTHER RESOLVED, that the LePetomane XXIV, Inc., not individually but solely as liquidation consultant, hereby is employed and retained as liquidation consultant for the Corporation in the chapter 11 case;

FURTHER RESOLVED, that the Officers are hereby authorized to employ and retain financial advisors and other professionals for the Corporation in the chapter 11 case;

FURTHER RESOLVED, that all acts lawfully done or actions lawfully taken by any Officers or any other officers of the Corporation to seek relief under chapter 11 of the Bankruptcy Code or in connection with the chapter 11 case, or any matter related thereto,

be, and hereby are, adopted, ratified, confirmed and approved in all respects as the acts and deeds of the Corporation;

FURTHER RESOLVED, that the Corporation as a debtor and debtor-in-possession under chapter 11 of the Bankruptcy Code be, and it hereby is, authorized to borrow funds from a lender or lenders as any Officer of the Corporation deems appropriate, and obtain the use of cash collateral in such amounts, from such lender or lenders and on such terms as may be approved by any one or more of the Officers as reasonably necessary for the continuing conduct of the affairs of the Corporation and grant security interests in and liens upon all or any portion of the Corporation's assets as may be deemed necessary by any one or more of the Officers in connection with such borrowings or the use of such cash collateral;

FURTHER RESOLVED, that the Officers be, and each of them hereby is, authorized and empowered to execute and deliver for and on behalf of the Corporation, as a debtor and debtor-in-possession, such agreements, instruments and any and all other documents and amendments necessary or appropriate to facilitate the transactions contemplated by the foregoing resolutions, containing such provisions, terms, conditions, covenants, warranties and representations as may be deemed necessary or appropriate by the Officer or Officers so acting;

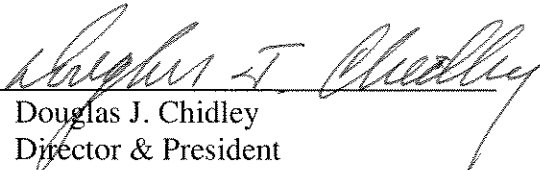
FURTHER RESOLVED, that the Officers be, and each of them, with full authority to act without the others, hereby is, authorized, in the name and on behalf of the Corporation, to take or cause to be taken any and all such further action and to execute and deliver or cause to be executed or delivered all such further agreements, documents, certificates and undertakings, and to incur all such fees and expenses as in their judgment shall be necessary, appropriate or advisable to effectuate the purpose and intent of any and all of the foregoing resolutions;

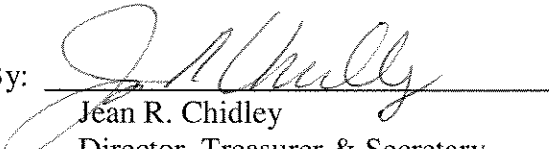
FURTHER RESOLVED, that in addition to the specific authorizations heretofore conferred upon the Officers, each of the Officers be, and they hereby are, authorized and directed to take or cause to be taken all such further actions, to execute and deliver or cause to be executed and delivered all such further certificates, agreements, instruments and documents in the name and on behalf of the Corporation and to incur all such fees and expenses as in their judgment shall be necessary or advisable in order to carry out fully the intent and purposes of the foregoing resolutions and each of them;

FURTHER RESOLVED, that any actions taken by such Officers prior to the date set forth below with respect to the matters contemplated by the foregoing resolutions are hereby ratified, confirmed and approved in all respects.

[REMAINDER OF PAGE INTENTIONALLY LEFT BANK]

Dated: December 17, 2006

By: 
Douglas J. Chidley
Director & President

By: 
Jean R. Chidley
Director, Treasurer & Secretary

CH1\4791545.1

Form 4
(10/05)

**United States Bankruptcy Court
Northern District of Illinois**

In re Raymond Professional Group, Inc., et al.

Debtor(s)

Case No. 06 B

Chapter 11

CONSOLIDATED LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

Following is the list of the debtor's creditors holding the 20 largest unsecured claims. The list is prepared in accordance with Fed. R. Bankr. P. 1007(d) for filing in this chapter 11 [or chapter 9] case. The list does not include (1) persons who come within the definition of "insider" set forth in 11 U.S.C. § 101, or (2) secured creditors unless the value of the collateral is such that the unsecured deficiency places the creditor among the holders of the 20 largest unsecured claims. If a minor child is one of the creditors holding the 20 largest unsecured claims, indicate that by stating "a minor child" and do not disclose the child's name. See 11 U.S.C. § 112; Fed. R. Bankr. P. 1007(m).

(1) <i>Name of creditor and complete mailing address including zip code</i>	(2) <i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	(3) <i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	(4) <i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	(5) <i>Amount of claim [if secured, also state value of security]</i>
CNA Surety Corp. 333 S. Wabash Ave. 41st Floor Chicago, IL 60685	Jerome C. Gardocky CNA Surety Corp. 333 S. Wabash Ave. 41st Floor Chicago, IL 60685 (312) 822-3673	Payment bond	Contingent	3,634,714.00
William A. Pope Company 1024 Lunt Avenue Schaumburg, IL 60193	Paul L. Troyke William A. Pope Company 1024 Lunt Avenue Schaumburg, IL 60193 (847) 524-7990	Arbitration award	Disputed	3,634,714.00
Plaza Warehousing and Realty Corp. P.O. Box 363328 San Juan, PR 00936-3328	Geovanni Mendez Plaza Warehousing and Realty Corp. P.O. Box 363328 San Juan, PR 00936-3328 (787) 747-9665	Lease		250,042.50 (est)
Internal Revenue Service 230 S. Dearborn St. MS 4031 CHI Chicago, IL 60604	Cassandra Bogan Internal Revenue Service 230 S. Dearborn St. MS 4031 CHI Chicago, IL 60604 (312) 566-2426	Taxes	Disputed	213,669.00 (est)
5080 California LLC c/o Jalmar Properties 12121 Wilshire Blvd., Suite 200 Los Angeles, CA 90025	Todd Donell 5080 California LLC c/o Jalmar Properties 12121 Wilshire Blvd., Suite 200 Los Angeles, CA 90025 (310) 207-8481	Lease		127,520.25 (est)
Key Equipment Finance Payment Processing P.O. Box 203901 Houston, TX 77216-3901	Natalia Rzekpka Tishler & Wald 200 S. Wacker, Suite 3000 Chicago, IL 60606 (312) 876-3800	Lease		77,961.79

In re **Raymond Professional Group, Inc., et al.**

Case No. _____

Debtor(s)

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS
(Continuation Sheet)

(1) <i>Name of creditor and complete mailing address including zip code</i>	(2) <i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	(3) <i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	(4) <i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	(5) <i>Amount of claim [if secured, also state value of security]</i>
YAR Engineering Consultant PMB 122 35 Calle Juan C Borbon STE 67 Guaynabo, PR 00969-5375	Yorvani Arzuaga YAR Engineering Consultant PMB 122 35 Calle Juan C Borbon STE 67 Guaynabo, PR 00969-5375 (787) 509-0846	Subcontractor debt		30,000.00
Paul Solarz 512 S. Pine St. Mount Prospect, IL 60056	Paul Solarz 512 S. Pine St. Mount Prospect, IL 60056 (847) 222-1266	Employee - accrued vacation		23,738.24
Andrew McKendrick 4569 Woodland Ave. Western Springs, IL 60558	Andrew McKendrick 4569 Woodland Ave. Western Springs, IL 60558 (708) 246-5861	Employee - accrued vacation		23,581.84
Solar Turbines P.O. Box 200580 Houston, TX 77216-0580	Russel Bruno Solar Turbines 40 Schuman Blvd., Suite 350 Naperville, IL 60563 (630) 527-1998 (fax)	Trade debt		20,955.47
Holakouee & Associates, Inc. 704 S. Hampton Blvd. Bakersfield, CA 93311	Farhad Holakouee Holakouee & Associates, Inc. 704 S. Hampton Blvd. Bakersfield, CA 93311 (661) 204-7265	Subcontractor debt		20,750.00
Douglas Blond 10506 High Goal Place Bakersfield, CA 93312	Douglas Blond 10506 High Goal Place Bakersfield, CA 93312 (661) 589-5463	Employee - accrued vacation		17,157.27
Illinois Dep't of Transportation Division of Highways 819 Depot Ave. Dixon, IL 61021	Gregory Mounts Illinois Dep't of Transportation Division of Highways 819 Depot Ave. Dixon, IL 61021 (815) 284-2271	Customer overpayment		15,951.12
Thomas McPartland 790 S. Roselle Rd. Roselle, IL 60172	Thomas McPartland 790 S. Roselle Rd. Roselle, IL 60172 (630) 893-1787	Employee bonus		15,000.00
Robert Mattern 226 N. Wright Naperville, IL 60540	Robert Mattern 226 N. Wright Naperville, IL 60540 (630) 357-4720	Employee - accrued vacation		14,506.71
Williams Power Corp. P.O. Box 198735 Atlanta, GA 30384-8735	Williams Power Corp. P.O. Box 198735 Atlanta, GA 30384-8735	Subcontractor debt		14,035.00

In re Raymond Professional Group, Inc., et al.

Debtor(s)

Case No. _____

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS
(Continuation Sheet)

(1) <i>Name of creditor and complete mailing address including zip code</i>	(2) <i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	(3) <i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	(4) <i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	(5) <i>Amount of claim [if secured, also state value of security]</i>
Roy Walford 9405 Huntsman Oak Court Bakersfield, CA 93311	Roy Walford 9405 Huntsman Oak Court Bakersfield, CA 93311 (661) 665-0102	Employee - accrued vacation		11,539.80
Edwin Krooswyk 10752 Racoon Curve Orland Park, IL 60467	Edwin Krooswyk 10752 Racoon Curve Orland Park, IL 60467 (708) 460-7383	Employee - accrued vacation		10,369.29
Wright Business Solutions P.O. Box 1008 Alexandria, VA 22310	Dennis Wright Wright Business Solutions P.O. Box 1008 Alexandria, VA 22310 (703) 822-0511	Professional services	Disputed	10,000.00
Luis Valentin RR2 Box 4038 Toa Alta, PR 00953	Luis Valentin RR2 Box 4038 Toa Alta, PR 00953	Subcontractor debt		9,735.50

**DECLARATION UNDER PENALTY OF PERJURY
ON BEHALF OF A CORPORATION OR PARTNERSHIP**

I, the Secretary & Treasurer of the corporation named as the debtor in this case, declare under penalty of perjury that I have read the foregoing list and that it is true and correct to the best of my information and belief.

Date December 18, 2006

Signature /s/ Jean R. Chidley

Jean R. Chidley
Secretary & Treasurer

Penalty for making a false statement or concealing property: Fine of up to \$500,000 or imprisonment for up to 5 years or both.
18 U.S.C. §§ 152 and 3571.

United States Bankruptcy Court
Northern District of Illinois

In re **Raymond International, Incorporated**,
Debtor

Case No. _____

Chapter **11**

LIST OF EQUITY SECURITY HOLDERS

Following is the list of the Debtor's equity security holders which is prepared in accordance with Rule 1007(a)(3) for filing in this chapter 11 case.

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
Raymond Professional Group, Inc. 126 E. Wing Street, #345 Arlington Heights, IL 60004	Common	1000	100%

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I, the Secretary and Treasurer of the corporation named as the debtor in this case, declare under penalty of perjury that I have read the foregoing List of Equity Security Holders and that it is true and correct to the best of my information and belief.

Date **December 18, 2006**

Signature **/s/ Jean R. Chidley**
Jean R. Chidley
Secretary and Treasurer

Penalty for making a false statement or concealing property: Fine of up to \$500,000 or imprisonment for up to 5 years or both.
18 U.S.C §§ 152 and 3571.

**United States Bankruptcy Court
Northern District of Illinois**

In re **Raymond International, Incorporated**

Debtor(s)

Case No.

Chapter

11

CORPORATE OWNERSHIP STATEMENT (RULE 7007.1)

Pursuant to Federal Rule of Bankruptcy Procedure 7007.1 and to enable the Judges to evaluate possible disqualification or recusal, the undersigned counsel for **Raymond International, Incorporated** in the above captioned action, certifies that the following is a (are) corporation(s), other than the debtor or a governmental unit, that directly or indirectly own(s) 10% or more of any class of the corporation's(s') equity interests, or states that there are no entities to report under FRBP 7007.1:

Raymond Professional Group, Inc.
126 E. Wing Street, #345
Arlington Heights, IL 60004

☐ None [*Check if applicable*]

December 18, 2006

Date

/s/ Jason M. Torf

Jason M. Torf

Signature of Attorney or Litigant

Counsel for **Raymond International, Incorporated**

Schiff Hardin LLP

6600 Sears Tower

Chicago, IL 60606

312-258-550 Fax:312-258-5600

United States Bankruptcy Court
Northern District of Illinois

In re **Raymond Professional Group, Inc., et al.**

Debtor(s)

Case No. **06 B**Chapter **11**

DISCLOSURE OF COMPENSATION OF ATTORNEY FOR DEBTOR(S)

1. Pursuant to 11 U.S.C. § 329(a) and Bankruptcy Rule 2016(b), I certify that I am the attorney for the above-named debtor and that compensation paid to me within one year before the filing of the petition in bankruptcy, or agreed to be paid to me, for services rendered or to be rendered on behalf of the debtor(s) in contemplation of or in connection with the bankruptcy case is as follows:

For legal services, I have agreed to accept	(aggregate for all affiliates)	\$	<u>27,726.25</u>
Prior to the filing of this statement I have received	(aggregate for all affiliates).....	\$	<u>27,726.25</u>
Balance Due	(aggregate for all affiliates).....	\$	<u>0.00</u>

2. The source of the compensation paid to me was:

☒ Debtor ☐ Other (specify):

3. The source of compensation to be paid to me is:

☒ Debtor ☐ Other (specify):

4. ☒ I have not agreed to share the above-disclosed compensation with any other person unless they are members and associates of my law firm.

☐ I have agreed to share the above-disclosed compensation with a person or persons who are not members or associates of my law firm. A copy of the agreement, together with a list of the names of the people sharing in the compensation is attached.

5. In return for the above-disclosed fee, I have agreed to render legal service for all aspects of the bankruptcy case, including:
- Analysis of the debtor's financial situation, and rendering advice to the debtor in determining whether to file a petition in bankruptcy;
 - Preparation and filing of any petition, schedules, statement of affairs and plan which may be required;
 - Representation of the debtor at the meeting of creditors and confirmation hearing, and any adjourned hearings thereof;
 - [Other provisions as needed]
6. By agreement with the debtor(s), the above-disclosed fee does not include the following service:

CERTIFICATION

I certify that the foregoing is a complete statement of any agreement or arrangement for payment to me for representation of the debtor(s) in this bankruptcy proceeding.

Dated: **December 18, 2006****/s/ Jason M. Torf**

Jason M. Torf
Schiff Hardin LLP
6600 Sears Tower
Chicago, IL 60606
(312) 258-5500 Fax: (312) 258-5700